

UNITED STATES OF AMERICA  
Before the  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

ADMINISTRATIVE PROCEEDINGS RULINGS  
Release No. 5444/January 10, 2018

ADMINISTRATIVE PROCEEDING  
File No. 3-17621

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In the Matter of

ANDREW STITT

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ORDER TO SHOW CAUSE

The Securities and Exchange Commission instituted this proceeding with an Order Instituting Proceedings (OIP) on October 6, 2016, pursuant to Section 15(b) of the Securities Exchange Act of 1934. The proceeding is a follow-on proceeding based on *SEC v. Team Resources, Inc.*, No. 3:15-cv-1045 (N.D. Tex. Aug. 18, 2016), in which Respondent Andrew Stitt was enjoined against violations of the antifraud and registration provisions of the federal securities laws. Under consideration is the Division of Enforcement's December 21, 2017, filing concerning service of the OIP on Respondent Stitt, who resides in Jamaica.

The OIP provides that Respondent Stitt's Answer is due within twenty days of service of the OIP on him and that if he fails to answer, he may be deemed in default and the proceeding determined against him upon consideration of the OIP, the allegations of which may be deemed to be true. *See* OIP at 3; 17 C.F.R. § 201.220(b). Respondent Stitt was served with the OIP by December 12, 2017, in compliance with 17 C.F.R. § 201.141(a)(2)(iv)(D); service was by publication – in the widely circulated Jamaican publications *The Gleaner* and the *Daily Observer* – and by registered email at an email address known to be used by him.<sup>1</sup> *See Andrew Stitt*, Admin. Proc. Rulings Release Nos. 5225, 2017 SEC LEXIS 3572 (A.L.J. Nov. 13, 2017); 5236, 2017 SEC LEXIS 3652 (A.L.J. Nov. 20, 2017). To date, Respondent Stitt has not filed an Answer or submitted any other correspondence.

Accordingly, Respondent Stitt is ORDERED TO SHOW CAUSE, by January 22, 2018, why he should not be deemed to be in default and be barred from associating with any broker, dealer, investment adviser, municipal securities dealer, municipal advisor, transfer agent, or nationally recognized statistical rating organization and from participating in an offering of penny stock. *See* OIP at 3; 17 C.F.R. §§ 201.155(a)(2), .220(f).

IT IS SO ORDERED.

/S/ Carol Fox Foelak  
Carol Fox Foelak  
Administrative Law Judge

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<sup>1</sup> December 12, 2017, was the last of several dates in November and December 2017 on which service by publication occurred.